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CYCLE-CRAFT CO., INC.)	
d/b/a BOSTON HARLEY-DAVIDSON/BUELL,)	
)	
Plaintiff,)	
v.)	CIVIL ACTION
)	NO. 04 11402 NMG
HARLEY-DAVIDSON MOTOR COMPANY, INC.)	
and BUELL DISTRIBUTION COMPANY, LLC,)	
)	
Defendants.)	
)	

AFFIDAVIT OF WILLIAM F. BENSON, ESQ.

1. I am an attorney with the law firm of Bingham McCutchen LLP, 150 Federal Street, Boston, MA 02110. Bingham McCutchen LLP represents the defendants in the above-entitled action.

3. Attached hereto at Tab B are true and correct excerpts from the deposition of Debra Lunsford.

5. Attached hereto at Tab D are true and correct excerpts from the deposition of Jason Marasca.

6. Attached hereto at Tab E are true and correct excerpts from the deposition of Jon Flickinger.

7. Attached hereto at Tab F are true and correct excerpts from the deposition of Sean Walsh.

8. Attached hereto at Tab G are true and correct excerpts from the deposition of Jeffrey Christensen.

9. Attached hereto at Tab H are true and correct excerpts from the deposition of Kenneth McPhee.

10. Attached hereto at Tab I are true and correct excerpts from the deposition of Ronald Buchbaum.

11. Attached hereto at Tab J are true and correct excerpts from the deposition of Michael Bloom.

12. Attached hereto at Tab K are true and correct excerpts from the deposition of Stephen Vesey.

Signed under the penalties of perjury this 13th day of October 2005.

/s/ William F. Benson
William F. Benson